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VIA ELECTRONIC SUBMISSION

Ms. Marlene H. Dortch Secretary Federal Communications Commission 445 12th St., SW, Room TWB-204 Washington, DC 20554

> Notice of Oral Ex Parte Communication In the Matter of Review of AT&T Inc. and BellSouth Corp. <u>Application</u> For Consent to Transfer of Control, WC Docket No. 06-74

Dear Ms. Dortch:

On Friday, November 17, 2006, Jim Cicconi, Senior Executive Vice President – External & Legislative Affairs, met with Chairman Kevin Martin and Dan Gonzalez, Chairman Martin's Chief of Staff, to discuss issues related to the aforementioned proceeding. During the course of that meeting, Mr. Cicconi discussed the exparte previously filed on Friday, October 13, 2006 and the contents therein as well as the merger conditions previously proposed by other parties in this proceeding. The discussion was consistent with all of the filings made by AT&T and BellSouth in this proceeding.

One electronic copy of this Notice is being submitted to the Secretary of the FCC in accordance with Section 1.1206 of the Commission's rules.

Robert W. Zenny.

Sincerely.

Chairman Kevin Martin cc:

Dan Gonzalez